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March 20, 2012

By Email

Gerard S. Catalanello
Duane Morris LLP
1540 Broadway
New York, NY 10036-4086

Re: Momentive v. Chemtura

Dear Gerard:

Momentive could not disagree more with your March 16, 2012 letter. Chemtura's assertion that Momentive is barred by the April 24, 2003 Purchase and Exchange Agreement from disclosing to regulators environmental conditions at its facility could not be more mistaken. That's not what the contractual provisions say, nor could they do so without violating public policy.

The contractual provisions Chemtura relies upon relate to communications for the purpose of soliciting regulators to direct Momentive to conduct "Remediation". As Momentive has advised Chemtura repeatedly over the past month including at our meeting in Middlebury on February 3, 2012 and in my letter of March 1, 2012, Momentive believes in good faith that it is obligated to make disclosure to regulators about the PCBs in the area of the wastewater treatment facility and the records it inherited from Chemtura which document the disposal of hundreds of thousands of pounds of PCBs in the wastewater treatment area prior to Momentive's acquisition of the Sistersville facility. Such disclosure is not intended to solicit Remediation.

With all due respect, if any party has violated the Agreement, it was Chemtura when, without giving Momentive notice, Chemtura contacted US EPA in 2006 about the PCB investigations that Chemtura had conducted and intended to conduct at the Sistersville facility and then disregarded EPA's direction to Chemtura to undertake a full characterization of PCB contamination at the site.

ATTORNEYS AT LAW

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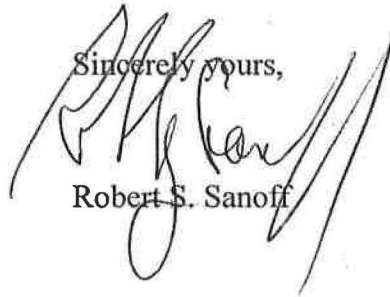
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Since it is plain that Chemtura is not interested in trying to work with Momentive to try to resolve these issues but simply is trying to make a self-serving record, Momentive believes the time has come for us to agree to disagree.

Sincerely yours,

A handwritten signature in black ink, appearing to read "R. Sanoff", written over the typed name.

Robert S. Sanoff

RSS:l